



ENTERED
10/19/2010

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:	§	
	§	
DEEP MARINE HOLDINGS, INC., et al.	§	Case No. 09-39313
	§	
Debtors.	§	Jointly Administered
		Chapter 11

**ORDER GRANTING FINAL FEE APPLICATION OF BRACEWELL
& GIULIANI LLP, AS COUNSEL TO THE DEBTORS**

Came on for consideration the Final Application (the "Final Application") of Bracewell & Giuliani LLP ("B&G"), as Counsel to the Debtors, for Compensation of Professional Services Rendered and Reimbursement of Expenses for the Period December 4, 2009, through July 9, 2010 (the "Application Period") and this Court finding that the amount requested for allowance of attorneys' fees and reimbursement of out-of-pocket expenses by B&G during the Application Period are reasonable and appropriate under the facts and circumstances of this case, and finding that the standards set forth in *In re First Colonial Corp. of America*, 544 F.2d 1291 (5th Cir. 1977), *cert. denied*, 431 U.S. 904 (1977) have been met, it is hereby

ORDERED that the Final Application is approved and allowed as provided herein; it is further

ORDERED that B&G is hereby awarded final approval of \$1,273,988.30 in compensation for actual and necessary professional services rendered and \$30,661.50 for actual and necessary expenses incurred by B&G during the Application Period, which total amount includes final approval of \$737,592.30 in fees and \$20,645.79 in expenses previously allowed on an interim basis; it is further

ORDERED that B&G is authorized to apply any retainer in its possession to amounts awarded pursuant to this Order that have not been paid; it is further

ORDERED that the Deep Marine Liquidating Trust is authorized and directed to pay to B&G the difference between the amount awarded pursuant to this Order and the amount of compensation that B&G has already received from the Debtors or Deep Marine Liquidating Trust in connection with these cases (including any retainer amount to be applied); it is further

ORDERED that the terms and conditions of this Order shall be immediately enforceable and effective upon its entry; it is further

ORDERED that the Deep Marine Liquidating Trust and B&G are authorized and empowered to take any necessary actions to implement and effectuate the terms of this Order; it is further

ORDERED that this Court shall retain jurisdiction over all matters arising from or related to the interpretation and implementation of this Order.

SIGNED this 18 day of October, 2010.



MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE